



NORTH AMERICAN CAR CORPORATION

222 SOUTH RIVERSIDE PLAZA • CHICAGO, ILLINOIS 60606 U.S.A. • (312) 648-4000 • TELEX 255222

Released under - C

August 14, 1978

RECORDATION NO. 9506-B Filed & Recorded

AUG 14 1978 - 4 40 PM

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

RECEIVED
AUG 14 4 36 PM '78
I.C.C.
FEE OPERATION BR.

Re: Section 20c Filing: Supplement dated as of August 11, 1978, to Equipment Mortgage and Assignment of Leased dated as of December 30, 1977, by and between North American Car Corporation ("North American") and First National Bank of Chicago, as Agent.

Dear Mr. Secretary:

Enclosed for recording under section 20c of the Interstate Commerce Act are five executed counterparts of the Supplement ("Supplement") dated as of August 11, 1978, to the Equipment Mortgage and Assignment of Leases ("Mortgage") dated as of December 30, 1977, by and between North American and First National Bank of Chicago, as Agent ("Agent") One First National Plaza, Chicago, Illinois 60670. The Mortgage was recorded with the Interstate Commerce Commission at 11:50 a.m. on July 10, 1978, and was assigned Recordation No. 9506.

Under the Mortgage and the Supplement, North American mortgages the equipment described therein to the Agent in accordance therewith and assigns to the Agent as security for North American's obligation under a certain Loan Agreement dated as of December 30, 1977, all amounts due and payable under any lease of the Equipment, and other rights thereunder.

Also enclosed is a check, payable to the Interstate Commerce Commission in the amount of \$10 as the recording fee for the Mortgage and Supplement.

Pursuant to the Commission's rules and regulations for the recording of certain documents under Section 20c of the Interstate Commerce Act, you are hereby requested to duly file two of the enclosed counterparts for record in your office and to return the remaining counterparts, together with the Secretary's Certificate of Recording, to the messenger making this delivery.

If you have any questions, please contact me.

Very truly yours,

James M. Gillespie
Attorney

8-226A179

NE
AUG 14 1978
Date

Fee \$ 10

ICC Washington, D. C.

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Supplement to Equipment Mortgage and Assignment of Leases

This Supplement to Mortgage and Assignment of Leases (the "Supplement") is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated as of December 30, 1977, between North American Car Corporation (the "Borrower") and The First National Bank of Chicago, as Agent for the Banks entitled to the benefit of said Mortgage, which Mortgage was filed under Section 20c of the Interstate Commerce Act on July 10, 1978 at 11:50 A.M. as document number 9506.

The Borrower does hereby pledge, mortgage and grant a security interest in favor of the Agent in and to the railroad cars described in the Schedule attached hereto.

The Borrower does hereby pledge, mortgage, assign and grant a security interest in favor of the Agent in and to all its right, title and interest under the leases of the equipment described in the Schedule attached hereto.

Executed this 11th day of August, 1978.

CORPORATE SEAL

North American Car Corporation

ATTEST

[Signature]

By James F. Compton
Its Vice President

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State of Illinois)
) SS.
County of Cook)

ILLINOIS COMMERCE COMMISSION

On this 11th day of August, 1978 before me personally appeared James F. Compton, to me personally known, who being by me duly sworn says that he is the Vice President of North American Car Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said Corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

[Signature]
Notary Public

SCHEDULE

To be attached to and to become a part of that certain Supplement to Equipment Mortgage and Assignment of Leases by and between North American Car Corporation (the "Borrower") and The First National Bank of Chicago, as Agent pursuant to the terms of an Equipment Mortgage and Assignment of Leases dated as of December 30, 1977.

Description of Equipment and Leases Subject to Mortgage	Description of Equipment (by car number)	Name of Lessee	Date Leases
Class 111A100W3, 100 ton, 16,500 Gallon Capacity Tank Car	16151-16175, 16177-16179, 16183	IMC Chemical Group Inc.	8-7
Class 105A500, 100 ton, 17,300 Gallon Capacity Tank Car	27500-27503	Canadian Industries Ltd.	6-7
Class LO, 100 ton, 5750 Cubic Foot Hopper Car	58771	Sil Flo Inc.	8-7
Same as above	58777-58778, 58780	Union Carbide Corp.	7-7
Same as above	58827, 58838-58840, 58843, 58850	Witco Chemical Corp.	8-7
Class 111A100W1, 100 ton, 20,700 Gallon Capacity Tank Car	73585-73586	Chemtool, Inc.	8-7
Same as above	73587-73599, 73601	Anderson Clayton Foods	8-7
Class 111A100W3, 100 ton, 23,000 Gallon Capacity Tank Car	77038	Continental Oil Company	8-7
Same as above	77048-77053	Packerland Packing Co.	8-7
Same as above	77054-77059	Monsanto	8-7
Class LO, 100 ton, 3,000 Cubic Foot Hopper Car	93745, 93748, 93753-93755, 93761, 93763, 93765, 93767	Hunt Wesson Foods, Inc.	8-7
Same as above	93786	B. J. Hughes, Inc.	7-7
Same as above	93787-93792	Pozzolanic Northwest Inc.	7-7
Same as above	93795	Princess House, Inc.	7-7
Same as above	93796-93799	Productos	7-7